

Whistle Blower Policy

Version 9.0

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Authored & Reviewed By	Fraud Risk Control Unit
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Table of Contents

S. No.	Particulars	Page No.
1	Preamble	4
2	Objective	4
3	Definitions and Interpretations	4
4	Raising Concerns	8
5	Good Faith	9
6	Disqualifications	9
7	Confidentiality	9
8	Roles and Responsibilities of the Designated Officials	10
9	Investigation Process	10
10	Scope And Procedure of Investigations	11
11	Powers of Investigation Units	12
12	Reporting to Audit Committee	12
13	Reporting to the Board	13
14	Closure off Complaint:	12
15	Non-Retaliation and Protection	13
16	Responsibilities of Whistle Blower	14
14	Awareness	14
15	Policy Ownership	14
16	Amendment	14
17	ANNEXURE I	15
18	ANNEXURE II	16

1. Preamble

- I. Niva Bupa Health Insurance Company Limited (“Niva Bupa” or the “Company”) desires to continue in its endeavor to promote highest standards of professionalism, integrity and ethical behavior in the conduct of its constituents.
- II. In the Guidelines on Corporate Governance for the Insurance Sector issued by the IRDA vide Circular No IRDA/F&A/GDL/CG/100/05/2016 dated May 18, 2016 , along with any amendments thereto (the “Guidelines”), the insurance companies are well advised to put in place a whistle blower policy.
- III. The Policy aims to provide Employees an avenue to raise Bona Fide concerns if they observe unethical and improper practices, irregularities, governance weaknesses, financial reporting issues or any other wrongful conduct, and to prohibit Victimization of Whistle blowers who have reported in accordance with this Policy.
- IV. The Policy will cover the following broad aspects:
 - Awareness of the employees that such channels are available, how to use them and how their report will be handled.
 - Handling of the reports received confidentially, for independent assessment, investigation and where necessary for taking appropriate follow-up actions.
 - A robust anti-retaliation policy to protect employees who make reports in good faith.

2. Objective of the Policy

Niva Bupa is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

2.1 To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct, to come forward and express these concerns without fear of punishment or unfair treatment.

2.2 The policy aims at providing an avenue for employees to raise concerns on any violations of regulatory or legal requirements, non-compliance of laid down system and procedures, wrong-doing, misconduct, irregularities, governance weaknesses, financial reporting issues e.g. mis-selling, corrupt business practice, violation of provision of applicable laws.

2.3 To disseminate among the employees assuring confidentiality and protection to the whistle blower against any personnel vindictive actions such as humiliation, harassments or any other form of unfair treatment.

3. Definitions and Interpretation

The following word shall have the meanings ascribed herein:

- a. **“Alleged Misconduct”** shall mean any violation or infringement of law, violation of the Code of Conduct, irregularities, governance weaknesses, financial reporting issues, mismanagement, actual or suspected fraud, misappropriation of Niva Bupa’s assets, monies, and/ or abuse of authority or any other act having/ potential of having similar effect/ outcome.
- b. **“Audit Committee”** shall mean the statutory audit committee of Niva Bupa.
- c. **“Authority”** shall mean Insurance Regulatory Development Authority of India
- d. **“Board”** shall mean the Board of Directors of Niva Bupa.
- e. **“Bona Fide”** shall mean disclosure of a Concern on the basis of a reasonable inference of unethical and improper practices or any other alleged wrongful conduct.
- f. **“Code of Conduct”** shall mean the code of conduct adopted by Niva Bupa
- g. **“Concerns”** shall mean a Bona Fide written communication made in good faith by a whistle blower disclosing information that reflects Alleged Misconduct, Unethical Practices, or improper activity.
- h. **“Company”** means Niva Bupa Health Insurance Company Limited
- i. **“Designated Official”** shall mean an official designated by the Management as the designated official for the purpose of this Policy. The role and responsibilities of the Designated Official are described in Section 7 hereof.
- j. **“Director”** shall mean a director on the Board of the Company.
- k. **“Disciplinary Action”** shall mean a disciplinary action taken by Niva Bupa before, during and/ or after the Investigations.
- l. **“Disqualified”** or **“Disqualified Concern”** shall mean a Concern which is not found to be valid and is disqualified in accordance with Section 5 hereof.
- m. **“Employee”** shall mean all employees of Niva Bupa, in any class of employment, including but not limited to regular employees, contractual employees and directors of Niva Bupa.
- n. **“Employee Disciplinary Action Policy”** means the employee disciplinary action policy as per the relevant HR policies.
- o. **“Investigations”** shall mean the investigations conducted in accordance with this Policy.
- p. **“Investigation Unit”** means and includes any of the following units/ departments of the Company: (i) Fraud Control Unit (FCU), (ii) the Human Resource (HR) department of the Company and (iii) Any external consultant / party designated by the whistle blowing Committee
- q. **“Management”** shall mean the management of Niva Bupa.
- r. **“Senior Management”** shall mean executives in the grades equivalent to A.V.P and above, including Directors of Niva Bupa and shall include any head of a department even if not in the grade equivalent to AVP or below.
- s. **“Misconduct”** means any act or omission leading to violation or infringement of law, Company policy, Code of Conduct, irregularity, financial reporting issue, mismanagement, fraud, violation, negative brand impact or misappropriation of the Company’s asset, and/or abuse of authority in relation to

the Company or any other act having/ potential of having similar effect/ outcome and/ or an attempt to commit any of the act or omission as stated above.

- t. **“Quarter”** shall mean a financial quarter of a year.
- u. **Reported Person** shall mean an Employee against whom a Whistle blower has reported a Concern, or, against whom evidence is gathered during Investigations in accordance with this Policy.
- v. **“Unethical Practices”** shall mean the acts described in Annexure I.
- w. **Victimization** or **“Adverse Action”** shall mean an adverse action, or, failure to take appropriate Management action affecting the Whistle blower’s employment or employment related benefits, including but not limited to salary, promotion, job profile, immunities, leaves, training benefits, and/ or any other benefits/ privileges relating to the Whistle blower.
- x. **Whistle blower** means any person including Employee, Vendors, Service providers or a third party who makes any complaint as defined under clause 3.1 or reports any incident or series of events which may constitute fraud, deceit, mismanagement within NBHI.
- y. **“Whistle blower Committee”** shall mean the Code and Ethics Committee with the Internal Audit Head as permanent invitee. Code and Ethics committee presently consist of the Individuals listed in Annexure II
- z. Unless the context of this Policy otherwise requires, words of any gender are deemed to include those of the other gender.

3.1. “What Constitutes Complaint”

A Complaint means any oral or written complaint made by any complainant and includes:

- I. Malpractice
- II. Impropriety
- III. Abuse
- IV. Wrongdoing
- V. Misconduct

Misconduct can include a whole variety of issues and some are listed below. However, this is not a comprehensive list but is intended to illustrate the sort of issues which may be raised under this policy.

- I. Fraud, bribery and corruption.
- II. Potential Breach or violation of the Code of Conduct adopted by the Company.
- III. Any instance of any sort of malpractice including misleading or falsification of financial or other records, accounting or auditing matters & questionable accounting practices, immoral, environment issues, criminal activities, wastage or misappropriation of Company Funds or assets, a clear abuse or authority or any other unethical conduct affecting company’s interest or image.
- IV. Questionable accounting or auditing matters
- V. Any NBHI matters involving abuse of authority
- VI. Failure or breach to implement well define Company Policies or various matters.

- VII. Knowingly breaching of any rules or regulations laid by the Company in personal capacity.
- VIII. Unprofessional conduct or business activities by any stakeholder of the company.
- IX. Obtaining personal gains for settling claims of customers like compromise settlement.
- X. Misuse of cash of the Company by custodians for personal gains.
- XI. Breach of IT security and data privacy
- XII. Criminal offence (e.g. frauds, corruption or theft) committed / likely to be committed.
- XIII. Any other unethical/unlawful acts or improper conduct whether civil or criminal.
- XIV. Misconduct with other Directors/Employees/Business Partners or vulnerable adults (e.g. through physical, sexual, psychological or financial abuse, exploitation).
- XV. Victimization of employees and Directors
- XVI. Abuse of power (e.g. bullying/harassment).
- XVII. Bribe, corruption, money laundering or any sort of personal favours (in cash or kind), within or outside organisation for awarding contracts/assignments/job opportunity, etc. To compromise on the policies of the company.
- XVIII. Failure to take appropriate step to mitigate any risk or to comply with any law or regulation which impacts the intent company's policies.
- XIX. Breach of Copyright, patent, trademarks and disclosure of confidential data or information to competitors or outsiders by Senior Management.
- XX. Further, the list as mentioned above is of indicative in nature and not exhaustive.. Sexual Harassment complaints and HR Process related grievances will be referred to Human Resources Department for investigation, resolution and closure.

Complaints associated with:

- (i) any grievance or issues related to employment,
- (ii) superior–subordinate relationship,
- (iii) relationship with peers,
- (iv) unsatisfactory probation reports,
- (v) Performance evaluations, and alike, would not be covered under this Policy.

Such cases need to be referred to the Human Resource Department of the Company and redressed through the mechanisms established by Human Resource Department of the Company.

4. Raising Concerns

- i. All Concerns must be raised with the Designated Official, in writing through email, on MyVoice email ID at - myvoice@nivabupa.com stating the facts, circumstances and/or any documents based on which a Concern has been raised, and the name and designation of the Employee raising a Concern. If concern coming through any employee, it must be raised on MyVoice. The Whistle blower will be sent an e-mail acknowledging receipt of the Concern. The Whistle blower may also raise Concerns to

- the Audit Committee in exceptional cases.
- ii. All the concerns raised in Vigilante ID- Vigilante@nivabupa.com with respect to the above mentioned criteria under para 3 will be shared with the Designated Official by the Investigation Unit. The Designated Official on behalf of Whistle blower Committee shall evaluate whether or not such concern should be investigated in accordance with this Policy.
 - iii. The Designated Official on behalf of Whistle blower Committee shall evaluate whether or not an anonymous Concern should be investigated in accordance with this Policy. The Whistle blowers may specifically request for anonymity, in which case, the identity of the Whistle blower will be kept confidential. In any case, the identity of the Whistle blower shall be revealed only to the extent required for Investigations and shall remain confidential with the Designated Official and/or the Whistle blower Committee, and, with Company officials implementing Disciplinary Action, and/or, taking other decisions on Whistle blower cases.
 - iv. The role of the Whistle blowers shall be limited to raising a legitimate Concern. If necessary, the Designated Official may request for written documentation and description of the events based on which a Concern has been raised.
 - v. All Investigations shall be carried out by or under the instructions of the Whistle blower Committee. A Whistle blower can neither be a member of the Whistle blower Committee, nor shall a Whistle blower be allowed to participate in any Investigation unless specifically called upon by the Designated Official and/or the Whistle blower Committee.
 - vi. Pursuant to reporting a Concern, Whistle blowers shall not act as finders of fact, or, on their own conduct any investigative activities, nor should Whistle blowers determine any remedial action. Whistle blowers shall neither be a member of any of the Investigation Units or the Whistle blower Committee nor shall a Whistle blower be allowed to participate in any Investigations unless specifically called upon by the Designated Official, or the Investigation Unit, or the Whistle blower Committee, nor, shall be entitled to any further information on the status of a Concern and also shall not be necessarily informed on disciplinary outcome of the investigation.
 - vii. All reportable Concerns that come to the knowledge of the Management must also immediately be reported to the Designated Official. No attempt should be made to investigate/dispose of the Concern outside of the process referred to in this Policy. No one other than the Designated Official or the Whistle Blower Committee, shall give instructions for Investigation under this policy. If Designated Official feels that matter required attention of the Audit Committee, Designated Official may refer the matter to Audit Committee, if required, Chairman of the Committee will refer the matter to Fraud & Investigation Team for investigation,

Fraud & investigation Team may if required can hire external Agency for high level investigation.

5. Good Faith

- i. A Concern shall be deemed to have been communicated in good faith by a Whistle blower unless there is reasonable ground to believe the basis for communication of any wrongful conduct, or unethical and/or improper practices as perceived by the Whistle blower.
- ii. The Whistle blower should act in good faith, on reliable information. The Whistle blower should not report any Concern acting on any mala fide, frivolous or malicious action.

- iii. Although a Whistle blower is not expected to prove the truth of an allegation, the Whistle blower should be able to demonstrate that the Concern is being reported in good faith.

6. Disqualifications

- i. This Policy is not a grievance platform for its Employees, or, for raising mala fide, malicious and frivolous allegations. Employees are urged to make complaint in good faith and strictly avoid any abuse of this power, i.e. make any report in bad faith, mala fide, frivolous or malicious.
- ii. Only Bona Fide Concerns raised in good faith may be raised without fear of any Adverse Action.
- iii. A Concern shall deem not to be raised in good faith when a Whistle Blower has no personal knowledge of the existence of any fact in respect of a Concern reported by him/her, or, if the Whistle Blower knew or can reasonably be presumed to know that the Concern reported by the Whistle Blower is mala fide, malicious and/or frivolous.
- iv. Abuse of the powers granted hereunder, or frivolous and mala fide allegations made with the knowledge that the Concern raised is frivolous, false, and/ or mala fide and such Concerns which are subsequently found to be frivolous, false and/ or mala fide will entail appropriate Disciplinary Action, as the Company shall in its sole discretion deemed fit, which could be up to and including termination.
- v. In the event it is established beyond doubt that this Policy is being used for making false allegations, the Management at its sole discretion shall be at liberty to initiate appropriate Disciplinary Action in accordance with the Company rules, policies and procedures, as the Management shall, at its sole discretion, deem fit, which could be up to and including termination.
- vi. This Policy may not be used as a defense by a Reported Person against whom an adverse personnel action has been taken on account of any Concern reported against him or due to disclosure of information made by him in accordance with Niva Bupa's rules and policies.

7. Confidentiality

- i. Niva Bupa is committed to maintaining confidentiality of the Complaint and undertakes that, except to the extent required to give effect to the implementation of this Policy, the identity of the Whistle Blower, respondent, witnesses, information relating to investigation proceedings, recommendation of the Whistle Blower Committee and action taken by Niva Bupa shall be kept confidential and not be communicated, published or made known to the public, press and media in any manner.
- ii. The Investigation Unit, while exercising such powers, shall take reasonable steps as necessary to ensure that the identity of the person making complaint has not been revealed or compromised.
- iii. By this Policy, no Employee is released from their duty of confidentiality in the course of their work, nor is this a route for taking up personal grievances in respect of any situation.

8. Role and Responsibilities of the Designated Official

- 7.1 In addition to any other responsibilities as may be detailed elsewhere in this Policy, following shall be primary responsibilities of the Designated Official:
 - i. the Designated Official on behalf of Whistle blower Committee shall be the sole contact person for all Employees in respect of this Policy, and, shall receive all Concerns from the Employees;

- ii. the Designated Official shall evaluate whether or not a Concern, including any Concerns received anonymously, should be investigated further.
- iii. the Designated Official on behalf of Whistle blower Committee shall be entitled to request for any and all documentation and/or information in respect of a reported Concern from the Whistle blower
- iv. the Designated Official shall co-ordinate with the Whistle blower and the Whistle blower Committee; and
- v. the Designated Official along with Whistle blower Committee shall be responsible for closure of all Concerns.

7.2 Responsibilities of Designated official - Chief Human Resources Officer/ Head – Legal, Compliance & Regulatory Affairs:

Classify the Concern raised into 3 Parts: It is required to classify fraud/ misconduct cases which are non-financial in nature.

- i. Financial Fraud Mismanagement – Action to be taken by Code and Ethics Committee, Chief of Internal Auditor will be the Special Invitee for this matter.
- ii. Sexual Harassment – All action is to be taken as per Prevention of Sexual Harassment (POSH) Committee. No discussion will require under Whistle Blower Policy.
- iii. Workplace Harassment – Workplace Harassment Committee (is to be formed), Committee itself manages the concerns through consequent management as per the Policy.

7.3 If a Concern is to be raised against the Designated Official, such Concern may be communicated directly to the Chairperson of the Audit Committee in which case the Audit Committee may choose to follow the process as per this policy or follow such other processes as it may deem fit.

9. Investigation Process

- i. Upon receipt of a valid Concern, the Designated Official shall evaluate whether or not a Concern should be investigated further. The Designated Official may, at its sole discretion, make prima facie investigations to decide if the Concern has been made Bona Fide, in good faith, and is not a Disqualified Concern. The Designated Official may, at his discretion, refer a Concern to the Whistle blower Committee for further action.
- ii. If the Concern is found to be valid, the Whistle Blower Committee shall, at its sole discretion, allocate a Concern to any of the Investigation Units for investigation.
- iii. The relevant Investigation Unit designated by the Whistle Blower Committee in accordance with Clause 8.2 above, shall initiate Investigations in respect of a Concern and submit an investigation report to the Whistle Blower Committee.
- iv. During any such Investigations, the Investigation Unit may request for any documents and/or information etc.
- v. The Designated Official or the Whistle blower Committee shall be entitled to dismiss any Concern if it is determined that the Concern has no valid basis, or requires no further investigation.

10. Scope and Procedures of Investigations

- i. The Investigation Unit shall conduct and/or cause that all Investigations are conducted in a fair and judicious manner.
- ii. The Whistle blower Committee shall be empowered to frame internal policies and/or regulations from time to time, for the conduct of all Investigations.
- iii. The Investigation Unit shall make and provide to the Whistle Blower Committee detailed written report, within a period of 90 days, or such other period as may be allowed by the Whistle blower Committee, in respect of a Concern. The Investigation report shall include the following:
 - a. facts in respect of the Concern raised;
 - b. record whether or not Concerns similar to the Concern being investigated have been raised prior to the Concern which is being investigated, and outcomes thereof;
 - c. the implications/ outcome, including financial irregularity and/ or any other loss caused as a result of the event or action for which the Concern has been raised;
 - d. procedure followed during the Investigation process, including the documents perused, and Employees and/ or any other person interviewed;
 - e. findings of the Investigation Unit, and the reasons there for; and
 - f. recommendations of the Investigation Unit including any disciplinary actions to be taken.
- iv. The Whistle Blower Committee will determine whether the allegations stand substantiated or not, and shall take into consideration the Report and recommendations of the Investigation Unit including any disciplinary actions required to be taken in respect of a Concern.
- v. The decision on disciplinary actions would be taken by the Whistle Blower Committee as per the Employee Disciplinary Action Process.
- vi. The Reported Person(s) may or may not be informed of the allegations at the outset. The Reported Person shall be provided adequate opportunities for providing their inputs in respect of any such Investigations.
- vii. The Reported Person shall provide all necessary co-operation and assistance to the Investigation Unit during the course of Investigations. However, there shall be no violation of any rights against self-incrimination that such Reported Person shall have available to him/her in accordance with applicable laws.
- viii. The Reported Person shall not have any right to interfere with the Investigations.
- ix. Unless the Investigation Unit/ Whistle Blower Committee deems it necessary not to do so, the Reported Persons will be granted the right to adequately respond to material findings and evidence gathered during the course of Investigations. The Reported Person shall also have the right to be informed of the outcome of the Investigations.
- x. The Company may also appropriately address any controls weaknesses and process gaps identified during the course of Investigations or in the Report.
- xi. Reporting to Regulators:
- xii. Recovery of Fraud losses/misappropriation:

xiii. Filing of Police Complaints:

11. Powers of Investigation Units

- a. The Investigation Unit may call upon, for the purpose of any inquiry, interview with any Employee who, in its opinion, shall be able to furnish information or produce documents relevant to the inquiry or assist in the inquiry and further require to furnish any such information or produce any such document as may be necessary for the said purpose.
- b. For the purpose of any such inquiry, the Investigation Unit shall have all the powers in respect of the following matters, namely:-
 - requiring and enforcing the attendance of any employee and examining him / her and also to request any other person to attend and be examined;
 - requiring the discovery and production of any document;
 - receiving evidence on affidavits;
 - requisitioning any record or copy thereof from office/employee;
 - delegating power of the examination of witnesses or documents;
 - such other matters as may be prescribed.
- c. No obligation to maintain secrecy can be taken as defense by any Employee in the proceedings before the Investigation Unit.

12. Reporting to Audit Committee

- i. An update on all Whistle blower cases will be provided to the Audit Committee every Quarter.
- ii. The Audit Committee shall receive information on each Concern and follow-up information on actions taken.
- iii. The Audit Committee may place a Concern before the Board with its recommendations.
- iv. As per the Guidelines, the appointed actuary and the statutory/internal auditors have the duty to “whistle blow”, i.e. to report in a timely manner to the Authority if they are aware that the insurer has failed to take appropriate steps to rectify a matter which has a material adverse effect on its financial condition to enable the Authority to take prompt action before policyholders’ interest are undermined. It is clarified that this Policy shall be in addition to and in conjunction with such duty of the appointed actuary and the statutory/internal auditors.

13. Reporting to the Board

- i. The Audit Committee shall provide a briefing of the Whistle blower cases to the Board.
- ii. The Board shall take actions as it deems appropriate in the facts and circumstances.

14. Closure of Complaint:

False alarms and complaints which could not be proven will be considered as “Closed” immediately on conclusion of investigation and briefed to that effect to the Designated Official. Closure status would be approved by Designated Official. In case of genuine complaints, a case will be considered as “Closed” once

following actions, as applicable and appropriate have been taken:

- a. Action against person/persons against whom charges were proven
- b. Initiation of recovery of the losses suffered due to fraud, if any
- c. Police complaints being filed
- d. Reporting in Fraud Monitoring Report.

15. Non-retaliation and Protection

- i. Niva Bupa accords and undertakes to provide complete protection to the Whistle blowers from any Victimization and/or unfair treatment by virtue of his/her having reported a Bona Fide Concern in accordance with this Policy.
- ii. The identity of the Whistle blower shall be kept confidential by the Designated Official and the Whistle blower Committee.
- iii. Niva Bupa is committed to ensure that no Adverse Action is taken against Whistle blowers. However Niva Bupa reserves the right to take any appropriate action against such Whistle blowers, if they are found to be non-compliant with policies, regulations, laws or ethics or if any performance related lapses are noted.
- iv. If any person is being victimized or likely to be victimized on the ground that he/she had filed a complaint or made disclosure or rendered assistance in inquiry under this Policy, he/she may file an application before the Designated Official seeking redress in the matter, and Designated Official shall take such action, as deemed fit and may give suitable directions to the Whistle Blower Committee, as the case may be, to protect such person from being victimized or avoid his Victimization.
- v.

16. Responsibilities of Whistle Blower

The intent of this Policy is to bring genuine and serious issues to the fore and it is not intended for petty disclosures. Employees are expected to exercise their rights under this Policy in a judicious manner by adhering to the following guidelines.

- A. Avoid anonymity when raising a concern.
- B. Follow the procedures prescribed in the Policy for making a disclosure.
- C. Bring to early attention of NBHI, any improper practice he/she become aware of delay in reporting may lead to loss of evidence and also financial loss for the organization.
- D. Co-operate with investigating authorities, maintain full confidentiality.

17. Awareness

Reasonable efforts must be taken by the HR and Compliance team to spread awareness of the Policy to all

Employees/ Service Provider or any other person associated with the Company.

Quarterly communication will be circulated to Employees/Agents/Vendors/Service Provider or any other person associated with the Company by Investigation unit team to spread awareness of the Policy.

18. Policy Ownership

This Policy is co-owned by the Chief Human Resource Officer and , Director – Legal, Compliance and Regulatory Affairs. Please contact your department head for any clarifications or write to myvoice@nivabupa.com for any further queries/ clarifications.

19. Amendment

Niva Bupa has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever.

ANNEXURE - I

Types of Concerns: An Employee/Service Provider or any other person associated with the Company in any manner may raise concerns relating to violation of any of the following, including policies, regulations, laws, ethical standards of Niva Bupa in connection with but not limited to:

Accounting and Auditing Matters – including unethical recording of business and financial transactions. (Examples include and are not limited to misstatement of revenues, expenses, misapplication of accounting standards)

Conflict of Interest - a conflict of interest is a situation in which an Employee has a personal interest, which may influence his or her official duties. (Examples include and are not limited to: hiring of relatives without proper disclosures, approving a vendor who is related, benefiting from business information for his or her own account/benefit)

Embezzlement – to misappropriate property entrusted to one's care for one's own use. (Examples include and are not limited to: inflation or falsification of bills, misappropriation of customer funds such as premium payments)

Falsification of Contracts, Reports or Records – falsification of records consists of altering, fabricating, falsifying, or forging all or any part of a document, contract or record for the purpose of gaining an advantage, or misrepresenting the value of the document, contract or record.

Malpractice includes cases of bribery, illegal, unethical or immoral behaviour or breach of process, procedure, codes or policies for personal benefit or for causing loss to the Company or Third Party.

Sales Misconduct – Any willful act of making false commitments, false promises, mis-selling to customers resulting in loss to the customer/ the Company or adverse impact on the Company's reputation.

Securities Violations – an infringement of the personal trading guidelines or indulging in insider trading, through the use of material non-public information for one's personal benefit, or of a friend or any third party.

Theft – The act of stealing of data or of property/ funds belonging to Niva Bupa.

Violation of Company Policies – Willful or innocent actions that are in direct violation of Niva Bupa policy, procedures, code of conduct, and/ or implied contractual responsibilities. (Examples include and are not limited to: violation of anti-corruption Policy, gift, meals and entertainment Policy, etc)

Violation of law/ regulations – includes willful or innocent violation of provisions of various laws applicable to Niva Bupa.

Workplace Misconduct – including matters related to behavior of Employees at the workplace, harassment including sexual harassment, unfair treatment of Employees etc

Miscellaneous - abuse of authority; breach of contract; negligence causing substantial and specific danger to public health and safety; manipulation of Niva Bupa's data/ records; financial irregularities, including fraud, or suspected fraud; criminal offence; pilferage of confidential/ propriety information; wastage/ misappropriation of Niva Bupa's funds/ assets; breach of employee code of conduct or rules or policies; any other unethical, biased favored, imprudent event.

Others – shall include categories of Concerns which do not fall under the categories above but may make the Employee suspect a breach of law or ethical principles or of any non-compliant activity.

ANNEXURE II

A. Whistle blower Committee:

- a) The Whistle blower Committee shall comprise of the following:
- b) Chief Human Resources Officer as Chairperson of the Whistle blower Committee
- c) Head – Legal, Compliance & Regulatory Affairs as a member of Whistle blower Committee,
- d) Chief Risk Officer as a member of Whistle blower Committee
- e) Any other members as may be co-opted on a case by case basis for effective redressal of a Concern.

Permanent Invitee:

1. Head of Internal Audit

B. Designated Official:

- a) Designation: Chief Human Resource Officer / Director – Legal, Compliance and Regulatory Affairs
- b) Email: myvoice@nivabupa.com
- c) Tel: 0124-6354900

C. Audit Committee Chairman:

Address: Chairman, Audit Committee – Niva Bupa Health Insurance Company Limited, 14th Floor,
Capital Cyber Scape, Sector -59, Gurgaon-122011